

By-Laws of Sabine Youth Baseball & Softball Association Inc. dba – Sabine Youth Sports Complex

Approved Date – October 10, 2023

Article One: Name and Purpose

1.01 Name:

The name of the association is Sabine Youth Baseball & Softball Association Inc. dba Sabine Youth Sports Complex.

1.02 Purpose and Objectives:

The Youth Sports program of SYSC is designed as a recreational outlet, purely for the enjoyment of the youngsters. Emphasis of the program is to be placed on participation instead of perfection. Special attention is to be placed on the selection of those volunteer individuals who wish to serve as managers and coaches, because of their crucial day to day contact with the participants during these critical formative years. Even though they are volunteers, each league should be very selective in the screening process and allow only those dedicated to the purpose and objective to be allowed to fill these positions.

Article Two: Meetings

2.01 Place of Meetings:

All meetings of the members shall be held at the SYSC Umpire Room or any other place as may be designated for that purpose from time to time by the Board of Directors.

2.02 Time of Annual Meeting:

The annual meeting of the Association shall be held every year at 7:00 PM on the second Tuesday in August, or as soon after as possible. A spring meeting may be held for information purposes at a time following the state meeting at the Board's discretion.

2.03 Notice of Annual Meeting

Notice of the meeting shall be given to each member entitled to vote at the meeting at least 10 days but not more than 50 days before the date of the meeting either personally, by telephone, by web posting, by newspaper publication, or by any other method that the Board deems proper.

2.04 Special Meetings

Special meeting of the membership for any purpose whatsoever may be called at any time by the President, or by any five or more directors, or by a quorum of members entitled to vote at the meeting.

2.05 Quorum

A majority of the voting members constitutes a quorum for the transaction of business. Once the presence of a quorum has been confirmed, business may continue despite the failure to maintain a quorum during the remainder of the meeting. However, in the event a quorum is not present at the annual meeting and proper notice has been given, election of officers may proceed without a quorum.

2.06 Annual Meeting Voting

Only members listed in the records of the Association as having paid a registration fee for the current year shall be entitled to vote at such a meeting. A member shall be considered any parent who has a child or children participating in the program, and who maintains a permanent residence or is currently enrolled within the Sabine Independent School District. Each individual member is entitled to one vote with a maximum number of two votes per registered player. Voting for the election of officers and Commissioners shall be by voice vote unless any member demands a ballot vote before voting begins.

2.07 Annual Meeting Proxies

Every person entitled to vote may do so either in person or by proxy executed in writing by the member to their spouse.

Article Three: Officers and Commissioners

3.01 Powers

The Officers and Commissioners shall act only as a Board of Directors, and any individual shall have no power as such. All powers of the Association shall be exercised by the Board of Directors or under its authority, and the business of the Association shall be controlled by the Board of Directors, subject to such limitations as are imposed by law or these by laws as to actions approved by the members. The Board may give general or limited special power and authority to the Officers and Commissioners to transact the general business or any special business of the Association.

3.02 Number and Qualification of Directors

The authorized number of Directors of this Association shall be **Eighteen (18)**, consisting of a President, Vice President, Secretary, Treasurer, eleven (11) Members at Large, two (2) League Commissioners and an Umpire in Charge.

3.03 Election and Term of Office

The Directors shall be elected annually by the members entitled to vote, and shall hold office for the term of 2 years.

3.04 Vacancies

Vacancies on the Board of Directors may be filled by a majority vote of the remaining Directors, though less than a quorum, or by a sole remaining Director. The members may elect a Director at any time to fill a vacancy not filled by the Directors.

3.05 Removal of Directors

A Director may be removed from office by a vote of the majority of members entitled to vote for Directors at any regular or special meeting of the members. Prior to any such vote, the Director affected shall be given time to explain and or defend his or her actions as to the removal.

3.06 Regular Meetings

Regular meeting(s) of the Board of Directors shall be held following each annual meeting of the members of the association, and at such other times as the Directors may determine.

3.07 Special Meetings – Call and Notice

Special meetings of the Board of Directors may be called at any time by the President, or if the President is absent or unable, or refuses to act, by the Vice President or any two (2) Directors. Written or oral notice of special meetings shall be given to each Director not later than the day before the day appointed for the meeting. The one day's notice may be waived in the case of emergency.

3.08 Quorum

A majority of the authorized number of Directors shall be necessary to constitute a quorum for the transaction of business. Every act done or decision made by a majority of the Directors present shall be regarded as the act of the Board of Directors.

3.09 Board Action without Meeting

Any action required or permitted may be taken by the Board of Directors without a meeting, if a majority of the Board shall individually or collectively consent to the action.

3.10 Conduct of Meetings

The President, or in the President's absence the Vice President, or in the Vice President's absence, any Director selected by the Directors present, shall preside at a meeting of the Board of Directors. The secretary of the Association, or in the absence of the Secretary, any person appointed by the presiding Officer, shall act as secretary for the meeting. All meetings shall be conducted under the parliamentary rules of order adopted for that purpose.

Article Four: Officers

4.01 Title and Appointment

The Officers of the Association shall be a President, a Vice President, a Secretary and a Treasurer. No two of these offices may be held by one person or by immediate family.

4.02 Powers and Duties of Officers

The Officers of the Association shall have the following powers and duties:

1. President

The President shall be the chief executive officer of the Association, and shall subject to the control of the Board, have general supervision and direction of the business and the officers of the Association. The President shall serve as the Chairman for meetings of the Board of Directors, or at his option, may appoint another Director to chair the meeting.

2. Vice President/Player Agent

In the absence of the President, the Vice President shall perform all the duties of the President, and shall have all the powers and be subject to all the restrictions on the President. The Vice President shall serve as the player agent and shall have such other powers and perform other such duties as from time to time may be prescribed by the Board of Directors or these By Laws. The Vice President will be responsible for fund raising through the field sign program, and responsible for attaining signs for donating sponsors, and keeping records of such.

3. Secretary

The Secretary shall keep a book of minutes for all meetings of the Board, the general membership, the executive committee, or other committees including: the time and place of the meeting, the names of those present at Board meetings, the number of members present or represented at general membership meetings, and the proceedings of such meetings. He shall further make certain that all notices are duly given in accordance with the by laws, exhibit at all reasonable times to any board member or to any regular member upon reasonable request, the books and records of the Association. He shall further and in general, perform all duties incident to the office of the Secretary.

4. Treasurer

The Treasurer shall have charge and custody of and be responsible for all funds of the Association, in the banks or other depositories selected by the Board; receive and give receipts for monies due and payable to the Association from any source; disburse funds for the Association as directed by the Board or a Finance Committee. He shall further keep and maintain correct accounts of the Association's business transactions, and in general, perform all duties incident to the office of Treasurer.

Article Five: Members at Large, Commissioners, and Umpire in Charge

5.01 Powers and Duties of the Members at Large

First and foremost, the members-at-large of a board of directors are the spokespeople for the people the organization represents. They act as sort of a representative for the general membership. Their focus should be on how any policies and procedures the board of directors wishes to enact will affect these members and to raise concerns if the membership suffers in any way.

5.02 Title and Appointment of League Commissioners

There will be one (1) commissioner for each of the following Association leagues:

1. Baseball
2. Softball

5.03 Powers and Duties of League Commissioners

Each League Commissioner is responsible for their appointed league, all that occurs in that league and shall have the following powers and duties:

1. To see that the field to which his league is assigned is ready for play.
2. To obtain equipment for each of his teams from the equipment manager, distribute to each team manager, and to collect and return all equipment at the end of the season.
3. To determine the validity of any protests within his league.
4. To see that the league is run in accordance with Dixie Rules, Local League Rules and these By Laws.
5. To assist the concessionaire, in assigning team representatives to work in the concession stand each week.

5.04 Powers and Duties of Umpire in Charge (UIC)

The Umpire in Charge is responsible for all of the officiating required by and shall have the following powers and duties:

1. To set up and schedule umpires for all league games sanctioned by the Association.
2. Maintain accurate records for umpire payouts after each night.

Article Six: Books and Records

6.01 Inspection of Books and Records

All books and records of the Association shall be open for inspection by the members at each annual meeting and at other times upon reasonable request. The Directors may examine such books and records at any reasonable time.

Article Seven: Committees

Appointment of Committees

The Board of Directors may appoint such committees as deemed necessary to conduct the business of the Association including but not limited to; an Executive Committee, a Scholarship Committee, Rules and By Laws Committee, Protest Committee and Finance Committee.

7.02 Purpose of Committees

1. The Rules and By Laws Committee shall serve to study, review and draft proposed changes to the Local League Rules and By Laws.
2. The Protest Committee will be served by the Board of Directors, and shall determine and make a decision to act on any protests that in their opinion, have not been resolved by the Commissioner of the age division involved. In the event that a protesting party desires to appeal the decision of the Commissioner, they may do so in writing, presented to the board with a fee of \$100.00, only after following the guidelines as described in *Dixie Rules*.
3. The Finance Committee shall consist of the President, Vice President, Treasurer, Baseball Commissioner and Softball Commissioner. The Finance Committee shall administer the funds of the association and approve all expenditures over the amount of \$500.
4. The Scholarship Committee will consist of the Board of Directors in its entirety, and be responsible for determining a deserving candidate or candidates for scholarships, and submitting applications on their behalf.

Article Eight: Organization

8.02 Divisions

The Baseball Program shall be divided into multiple divisions including Dixie Youth, Dixie Boys, and Ranger League. The Association will maintain a Licensed Franchise with Dixie Youth, Dixie Boys, and Ranger for all applicable leagues.

The Softball Program shall be one division under FASA rules. The Association will maintain a Licensed Franchise with FASA.

8.03 Age Groups

The leagues are made according to a player's age on April 30th of the current year and will be set up as follows:

Baseball

1. Dixie T-Ball A - Ages 5-6
2. Dixie Youth AA (Coach Pitch) – Ages 7-8
3. Dixie Youth AAA – Ages 9-10
4. Dixie Youth Majors – Ages 11-12
5. Ranger – Ages 13-14

Softball

1. 8 and Under – Ages 7-8
2. 10 and Under – Ages 9-10
3. 12 and Under – Ages 11-12
4. 14 and Under – Ages 13-14

Article Nine: Finance

9.01 General Finance

The major funding of activities of the program shall be financed through player registration fees, concessions, donations, candy or other fund raising sales, and sponsor signs which will be allowed to be placed in the park for a fee as determined by the board.

Article Ten: Amendment of By Laws

10.01 Amendment

These By Laws may be altered, amended, or repealed by a 2/3 vote of the members only at the annual meeting. Any suggested revisions along with reasons and justification thereof, must be submitted in writing to the Board for consideration.

Article Eleven: Local Rules and Regulations

11.01 Local Option

Local option rules adopted by the Association shall be maintained as a separate instrument from these By Laws, and shall be subject to alteration and amendment by a 2/3 vote of the

Board of Directors as it may from time to time deem proper. Time frame for these changes will be any meetings set for ONLY the months of October and November following the Annual Meeting each year.

Article Twelve: Non Profit Status and Exempt Activities Limitation

12.01 Non Profit Legal Status

Sabine Youth Sports Complex is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

12.01 Exempt Activities Limitation

Notwithstanding any other provision of these Bylaws, no director, officer, employee, member, or representative of this corporation shall take any action or carry on any activity by or on behalf of the corporation not permitted to be taken or carried on by an organization exempt under Section 501(c)(3) of the Internal Revenue Code as it now exist or may be amended, or by any organization contributions to which are deductible under Section 170(c)(2) of such Code and Regulations as it now exist or may be amended. No part of the net earnings of the corporation shall inure to the benefit or be distributable to any director, officer, member, or other private person, except that the corporation shall be authorized and empowered to pay reasonable compensation for the services rendered and to make payments and distributions in furtherance of the purposes set forth in the Articles of Incorporation and these Bylaws.

12.02 Distribution Upon Dissolution

Upon the dissolution of the Sabine Youth Sports Complex, Any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501(c)(3) of the 1986 Internal Revenue Code (or described in any corresponding provision of any successor statute) which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation.

The organization to receive the assets of the Sabine Youth Sports Complex hereunder shall be selected in the discretion of a majority of the managing body of the corporation, and if its member cannot so agree, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against the Sabine Youth Sports Complex, by one (1) or more of its managing body which verified petition shall contain such statements as reasonably indicate the applicability of this section. The court upon a finding that this section is applicable shall select the qualifying organization or organizations to receive the assets to be distributed, giving preference if practicable to organizations located within the State of Texas.

In the event that the court shall find that this section is applicable but that there is no qualifying organization known to it which has a charitable purpose, which, at least generally, includes a

purpose similar to the Sabine Youth Sports Complex, then the court shall direct the distribution of its assets lawfully available for distribution to the Treasurer of the State of Texas to be added to the general fund.